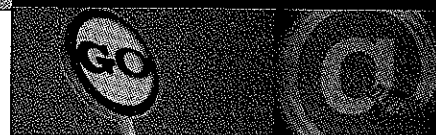


**Manatts, Inc. and Affiliated Companies 401(k) Retirement Plan**



**Plan Feature Flyer**

The following is a brief summary of the main features of the Manatts, Inc. and Affiliated Companies 401(k) Retirement Plan. A summary plan description that provides more detail will be made available to you at a later date.

Eligibility Requirements	All contributions	Attain Age 19
		Immediately
Contributions	Employee Contributions	1% to 60% of eligible pretax pay EGTRRA Catch Up Provision
	Company Matching	Discretionary - currently the match is: Service Weighted Match Schedule 1-2 years, limited to \$100 3-4 years, limited to \$250 5-6 years, limited to \$500 7-8 years, limited to \$750 9-14 years, limited to \$1,000 15-24 years, limited to \$1,500 25+ years, limited to \$2,500
Vesting	Employee Deferrals	100% immediate
	Company Matching	100% Immediate

**Access To Your Money:**

Withdrawals from the Plan are generally permitted in the event of termination of employment, retirement, disability, or death. Withdrawals resulting in the event of termination are subject to a waiting period of July 1<sup>st</sup> following your separation of service. Keep in mind that withdrawals are subject to income taxes and possibly to early withdrawal penalties.

**Information On Your Account:**

Fidelity NetBenefits<sup>SM</sup> at [www.401k.com](http://www.401k.com)  
Retirement Benefits Line at 1-800-835-5097

## Investment Options

This plan is intended to be a participant-directed plan as described in Section 404(c) of ERISA, which means that fiduciaries of the Plan are ordinarily relieved of liability for any losses under ERISA that are the direct and necessary result of investment instructions given by a participant or beneficiary.

What follows is an introduction to the investment options you can choose for your plan account. You can spread your investments among several options to take advantage of what each has to offer and help balance different types of risk. Reviewing this information can help you understand and compare your options. For more complete information about any of the mutual funds available through the plan, including fees and expenses, log on to Fidelity NetBenefits<sup>SM</sup> at [www.401k.com](http://www.401k.com) or by calling Fidelity at 1-800-835-5097 for prospectuses. Read them carefully before you invest.

### More Conservative

Potentially less investment risk and more inflation risk

### More Aggressive

Potentially more investment risk and less inflation risk

Money Market	Stable Value	Bond	Balanced/Hybrid	Domestic Equities	International/Global Equity	Specialty	Company Stock
	<ul style="list-style-type: none"> <li>Fidelity Managed Income Portfolio</li> </ul>	<ul style="list-style-type: none"> <li>PIMCO Total Return Fund - Administrative Class</li> </ul>	<p><b>Large Value</b></p> <ul style="list-style-type: none"> <li>Dodge &amp; Cox Stock Fund</li> <li>Fidelity Equity-Income Fund</li> </ul> <p><b>Mid Value</b></p> <ul style="list-style-type: none"> <li>Fidelity Value Fund</li> </ul> <p><b>Small Value</b></p> <ul style="list-style-type: none"> <li>PIMCO NFJ Small Cap Value Fund - Administrative Class</li> </ul>	<p><b>Large Blend</b></p> <ul style="list-style-type: none"> <li>Fidelity Contrafund®</li> <li>Spartan® U.S. Equity Index Fund</li> </ul> <p><b>Mid Blend</b></p>	<p><b>Large Growth</b></p> <ul style="list-style-type: none"> <li>Fidelity Growth Company Fund</li> <li>Morgan Stanley Institutional Fund, Inc. - Equity Growth Portfolio - Class B</li> </ul> <p><b>Mid Growth</b></p> <ul style="list-style-type: none"> <li>Fidelity Mid-Cap Stock Fund</li> </ul> <p><b>Small Growth</b></p> <ul style="list-style-type: none"> <li>Fidelity Small Cap Stock Fund</li> </ul>	<ul style="list-style-type: none"> <li>Fidelity Diversified International Fund</li> </ul>	

This spectrum, with the exception of the Domestic Equity category, is based on Fidelity's analysis of the characteristics of the general investment categories and not on the actual investment options and their holdings, which can change frequently. Investment options in the Domestic Equity Category are based on the options' Morningstar categories as of the most recent calendar quarter. Morningstar categories are based on a fund's style as measured by its underlying portfolio holdings over the past three years and may change at any time. These style calculations do not represent the investment options' objectives and do not predict the investment option's future styles. Investment options are listed in alphabetical order within each investment category, and the relative risk of categories may change under certain economic conditions. The spectrum does not represent actual or implied performance.

**Additional Investment Options:**

Fidelity Freedom Funds® offer a blend of stocks, bonds, and short-term investments within a single fund. They are designed for investors who don't want to go through the process of picking several funds from the three asset classes but who still want to diversify among stocks, bonds, and short-term investments.

<b>More Conservative</b> Potentially less investment risk and more inflation risk			<b>More Aggressive</b> Potentially more investment risk and less inflation risk		
Fidelity Freedom Income Fund®	Fidelity Freedom 2000 Fund®	Fidelity Freedom 2010 Fund®	Fidelity Freedom 2020 Fund®	Fidelity Freedom 2030 Fund®	Fidelity Freedom 2040 Fund®
	Fidelity Freedom 2005 Fund	Fidelity Freedom 2015 Fund	Fidelity Freedom 2025 Fund	Fidelity Freedom 2035 Fund	

The Fidelity Freedom Funds® are represented on a separate investment spectrum because each fund (except Fidelity Freedom Income Fund®) will gradually adjust its asset allocation to be more conservative as the fund approaches its target retirement date. Approximately five to ten years after the target date, the asset allocation of each Freedom fund will match the allocation of the Freedom Income Fund. The spectrum illustrates the relative risk and return of each fund as compared with the other funds in the Freedom family. For more completed discussion of risks associated with the mutual fund options, please read the prospectus before making your investment decision. This spectrum does not represent actual or implied performance.

## Footnotes

This document provides only a summary of the main features of the Manatts, Inc. and Affiliated Companies 401(k) Retirement Plan, and the Plan document will govern in the event of any discrepancy.

Pretax contributions are subject to the annual IRS dollar limit.

Fidelity Management & Research Company manages Fidelity mutual funds.

The Managed Income Portfolio is not a mutual fund and is managed by Fidelity Management Trust Company.

Non-Fidelity mutual funds are managed by non-Fidelity entities. Please consult the prospectus for more information. Class of shares may vary. Please consult your Summary Plan Description for the specific class of shares available through your plan.

Strategic Advisers, Inc., a subsidiary of FMR Corp., manages the Fidelity Freedom Funds.

Investments in mid-sized companies may involve greater risks than those of larger, more well known companies, but may be less volatile than investments in smaller companies.

Investments in smaller companies may involve greater risks than those in larger, more well known companies.

Foreign investments, especially those in emerging markets, involve greater risk and may offer greater potential returns than U.S. investments. This risk includes political and economic uncertainties of foreign countries, as well as the risk of currency fluctuation.

Unless otherwise noted, transaction requests confirmed after the close of the market, normally 4 p.m. Eastern time, or on weekends or holidays, will receive the next available closing prices.

The taxable portion of your withdrawal that is eligible for rollover into an individual retirement account (IRA) or another employer's retirement plan is subject to 20% mandatory federal income tax withholding, unless it is directly rolled over to an IRA or another employer plan. (You may owe more or less when you file your income taxes.) If you are under age 59 1/2, the taxable portion of your withdrawal is also subject to a 10% early withdrawal penalty. Unless you qualify for an exception to this rule.

©2003 FMR Corp. All rights reserved.